

**Hearing Date and Time: March 22, 2007, 10 a.m.**  
**Objection Deadline: March 15, 2007, 4 p.m.**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
:   
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
:   
Debtors. : (Jointly Administered)  
:   
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**NOTICE OF THIRD INTERIM APPLICATION OF ROTHSCHILD INC. FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

PLEASE TAKE NOTICE that on November 30, 2006, Rothschild Inc. filed the  
Third Interim Application of Rothschild Inc. for Compensation and reimbursement of Expenses  
(the "Application") in the above-captioned cases.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the  
Application will be held on March 22, 2007 at 10 a.m. (Prevailing Eastern Time) before the  
Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New  
York, One Bowling Green, Room 610, New York, New York 10004 (the "Hearing"). The  
Hearing may be continued, adjourned or rescheduled from time to time without further notice  
other than the announcement by the above-captioned Debtors of the adjourned date of the  
Hearing.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application  
must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local  
Bankruptcy Rules for the Southern District of New York, and the Third Supplemental Order

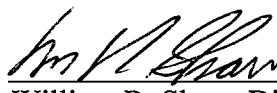
Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, And Administrative Procedures, And (III) Scheduling An Initial Case Conference In Accordance With Local Bankr. R. 1007-2(e) (the "Third Supplemental Case Management Order") (Docket No. 3293), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman), (iv) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (v) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vi) counsel for the Official Committee of Equity Holders, Fried Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (vii) Rothschild Inc. 1251 Avenue of the Americas, 51<sup>st</sup> Floor, New York, New York 10020 (Att'n: William R. Shaw); and (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as

to be received no later than **4 p.m. (Prevailing Eastern Time) on March 15, 2007** (the  
"Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Third Supplemental Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to the Application are timely filed and served in accordance with the procedures set forth herein and in the Third Supplemental Case Management Order, the Bankruptcy Court may enter an order granting the Application without further notice.

Dated: New York, New York  
November 30, 2006

ROTHSCHILD INC.

By:   
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William R. Shaw, Director